

RAMSEY COUNTY REGIONAL RAILROAD AUTHORITY

April 21, 2009

The Ramsey County Regional Railroad Authority met in the Council Chambers, Third Floor Court House, with the following members present: Carter, Ortega, Parker, Reinhardt, Rettman, McDonough – 6. Absent: Bennett - 1.

Chair McDonough called the meeting to order at 10:45 AM

AGENDA

Commissioner Carter moved approval of the Agenda of the April 21, 2009 Board Meeting, seconded by Commissioner Parker. Roll Call: Ayes – Rettman, Carter, Ortega, Parker, Reinhardt, McDonough – 6. Nays – 0. Motion accepted.

MINUTES

Commissioner Carter moved approval of the Minutes from the April 14, 2009 Board Meeting, seconded by Commissioner Reinhardt. Roll Call: Ayes – Rettman, Carter, Ortega, Parker, Reinhardt, McDonough – 6. Nays – 0. Motion accepted.

1. I-94 and Riverview Corridor FY 2010 Federal Funding Request Support Letters

Commissioner Rettman moved approval of the following resolution, seconded by Commissioner Carter. Roll Call: Ayes – Rettman, Carter, Ortega, Parker, Reinhardt, McDonough – 6. Nays – 0. Motion accepted. (R09-14)

WHEREAS, The Ramsey County Regional Railroad Authority has supported the development of transit options that best serve the needs of county residents; and

WHEREAS, Federal funding can be requested to assist in the development of these alternatives; and

WHEREAS, The Ramsey County Regional Railroad Authority supports a \$4,000,000 funding request for I-94 Corridor and a \$1,000,000 funding request for Riverview Corridor from Congresswoman Betty McCollum's office; now, therefore be it

RESOLVED, That the Ramsey County Regional Railroad Authority authorizes its Chair to sign a letter of support for the I-94 corridor request; and be it further

RESOLVED, That the Ramsey County Regional Railroad Authority authorizes its Chair to sign a letter of support for the Riverview corridor request.

2. Purchase Union Depot Building (Head House) St. Paul, Minnesota

Commissioner Ortega moved approval of the following resolution, seconded by Commissioner Carter.

Commissioner Reinhardt commented on behalf of Commissioner Bennett that the Regional Railroad Authority (RRA) may want to consider acquiring the condos in the Union Depot in the future. She said it was not his intention to change the language in the purchase agreement, but that it is important for future consideration.

Chair McDonough confirmed that Commissioner Bennett was not suggesting that they change the language but that he believes this component of the Union Depot is a critical part of RRA's operations in the Union Depot.

Commissioner Reinhardt commended the staff and everyone involved for their hard work on this. She said at the executive sessions they discussed their vision for the future for the Depot and how to achieve it in the most economical way possible. She said this is the best way to move forward to ensure that the Depot is utilized to its full potential as a multimodal hub.

Commissioner Rettman wanted to clarify that the back taxes would be paid at the time of closing.

David MacMillian confirmed that they would be paid.

Commissioner Rettman added that one of her reservations about voting in favor of this agreement is that she wants to be informed of the fiscal note on the issues discovered during the due diligence. She is reluctant to vote yes at this time but does not preclude herself from voting in favor when it comes back to the board in 30-60 days.

Commissioner Carter commented on the growth of the project. She said the RRA staff and Board have done a great job since the beginning of the development of this solution. She wanted to stress the importance of moving forward with the purchase of the Head House.

Commissioner Parker agreed that this is an important next step. She commented that with their intention to make the Union Depot a vibrant and active place for the public with restaurants and retail, they will need to have discussions about seeking skilled, professional assistance in making that vision possible and successful.

Roll Call: Ayes – Carter, Ortega, Parker, Reinhardt, McDonough – 5. Nays – Rettman – 1. Motion accepted. (R09-15)

WHEREAS, On March 17, 2009, in an executive session, the Ramsey County Regional Railroad Authority authorized staff to negotiate ownership of the Union Depot (Head House) (“Union Depot”); and

WHEREAS, On April 14, 2009, in an executive session, staff presented the Ramsey County Regional Railroad Authority with the results of the negotiations and requested direction; and

WHEREAS, The Ramsey County Regional Railroad Authority directed staff to return to the Ramsey County Regional Railroad Authority with draft purchase agreements, with the two owners, for the purchase of the Union Depot; and

WHEREAS, The Regional Railroad Authority and Property Management, working in conjunction with the County Attorney’s Office, has included the following terms into the purchase agreements:

Frenz’s Property:

- Purchase price of \$7.7 million.
- Down payment of \$50,000 due at the time of execution of the Purchase Agreement.
- County will pay up to \$15,000 of Frenz's closing costs including attorney fees.
- County will pay up \$35,000 to relocate the exhaust fan from Christos Restaurant.
- Due diligence period of 30 days commencing the date of execution of the Purchase Agreement.
- Closing date before May 31, 2009.

Leventhal’s Property:

- Purchase price of \$400,000.
- Down payment of \$25,000 due at the time of execution of the Purchase Agreement.
- Due diligence period of 30 days commencing the date of execution of the Purchase Agreement.
- Closing date before May 31, 2009; and

WHEREAS, The Regional Railroad Authority and Property Management are requesting Ramsey County Regional Railroad Authority to authorize and approve the draft purchase agreements for the purchase of the Union Depot; authorize the Regional Railroad Authority Chair to execute the final purchase agreements, subject to prior approval by the County Attorney's Office, Regional Railroad Authority, and Property Management; and direct staff to return to the Regional Railroad Authority with the final purchase agreements, a due diligence report, total purchase costs, and operating budget, before the closing; Now, Therefore, Be It

RESOLVED, That the Ramsey County Regional Railroad Authority hereby authorizes and approves the draft purchase agreements for the purchase of the Union Depot for the total purchase price of \$8,100,000; and Be It Further

RESOLVED, That the Ramsey County Regional Railroad Authority hereby authorizes the Chair to sign and deliver the final Agreements for Sale and Purchase of Property on behalf of the County, subject to prior approval by the County Attorney's Office, Regional Railroad and Property Management; and Be It Further

RESOLVED, That the Ramsey County Regional Railroad Authority hereby authorizes the County Manager to execute and deliver on its behalf all necessary documents required by or deemed necessary to carry out the purposes of the Agreements for Sale, Purchase of Property, and due diligence reports subject to prior approval by the County Attorney's Office; and Be It Further

RESOLVED, That the Ramsey County Regional Railroad Authority directs staff to return to the Regional Railroad Authority with the final purchase agreements, a due diligence report, total purchase costs and operating budget, before the closing.

There being no further business, Chair McDonough declared the meeting adjourned at 10:58 AM.